

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT CORP.
and LAW DEBENTURE TRUST COMPANY OF
NEW YORK,

Plaintiffs,

v.

NORTHWESTERN CORPORATION,

Defendant.

| | | |
|------------------------------------|---|-----------------------------|
| MAGTEN ASSET MANAGEMENT CORP., | : | |
| | : | |
| Plaintiff, | : | |
| | : | |
| v. | : | Civil Action No. 05-499-JJF |
| | : | |
| MIKE J. HANSON and ERNIE J. KINDT, | : | |
| | : | |
| Defendants. | : | |

MOTION IN LIMINE TO EXCLUDE SEC EVIDENCE

Defendant NorthWestern Corporation (“NorthWestern”) by and through its undersigned counsel, hereby submits its motion *in limine* to exclude from evidence certain documents related to the Security and Exchange Commission’s investigation of NorthWestern and certain of its or its subsidiary’s former directors and officers concerning NorthWestern’s restated 2002 quarterly financial statements at trial currently scheduled for March 3, 2008, and in support hereof, relies upon the Memorandum of Law in Support of Motion *in Limine* to Exclude SEC Evidence filed contemporaneously herewith.

Dated: January 31, 2008

GREENBERG TRAURIG LLP

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**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

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| MAGTEN ASSET MANAGEMENT CORPORATION and LAW DEBENTURE TRUST COMPANY OF NEW YORK, |) | |
| |) | |
| Plaintiffs, |) | |
| |) | |
| v. |) | C.A. No. 04-1494 (JJF) |
| |) | |
| NORTHWESTERN CORPORATION, |) | |
| |) | |
| Defendant. |) | |
| <hr/> | | |
| MAGTEN ASSET MANAGEMENT CORP., |) | |
| |) | |
| Plaintiff, |) | |
| |) | |
| v. |) | C.A. No. 05-499 (JJF) |
| |) | |
| MIKE J. HANSON and ERNIE J. KINDT, |) | |
| |) | |
| Defendants. |) | |

CERTIFICATE OF SERVICE

I, Dennis A. Meloro, being duly sworn according to law, deposes and says that I am employed by Greenberg Traurig, LLP, which is counsel for the NorthWestern Corporation, and that on January 31, 2008, I caused to be served copies of the following to be served upon the parties listed below via: (i) Electronic Mail upon all parties; (ii) Hand Delivery upon Local Counsel; and (iii) Federal Express delivery upon the remaining parties.

- Motion *in Limine* to Exclude SEC Evidence
- Memorandum of Law in Support of Motion *in Limine* to Exclude SEC Evidence

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Date: January 31, 2008

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